

CODE OF CONDUCT



The Anti-corruption Code of Conduct is a Vade-mecum against corrupt practices which provides concrete scenarios of risks and explains how to react in such situations.

TABLE OF CONTENTS

1. INTRODUCTION		2. DESCRIPTION / ILLUSTRATION OF RISK SITUATIONS		3. ALERT REPORTING / WHISTLEBLOWING	P. 22
1.1. General principles	p. 3	2.1. Gifts, Invitations and Sponsored travels	p. 5		
1.2. Objectives	p. 4	2.2. Charitable contributions, Sponsorships and other initiatives	p. 9	4. SANCTIONS IN CASE OF VIOLATION	P. 23
1.3. Scope	p. 4	2.3. Facilitation payment	p. 11		
		2.4. Influence peddling	p. 12	5. GLOSSARY	P. 24
		2.5. Use of Business Partners	p. 13		
		2.6. Other risks linked to Third Parties	p. 15		
		2.7. Conflicts of interest	p. 17		
		2.8. Lobbying	p. 20		
		2.9. Accounting	p. 21		



1. INTRODUCTION

1.1. General principles

ArianeGroup (hereinafter referred to as “our” or the “Company”) considers its image and reputation as precious assets, therefore ArianeGroup is committed to conducting business according to the highest standards of honesty, integrity, transparency and professional excellence. These values, shared by all employees of ArianeGroup and its Subsidiaries (hereafter referred to as “Employees”) constitute key factors of long-term success and are expressed in our Ethics Charter.

This document establishes the dedicated Code of Conduct (referred to as “the Code”) to detect and prevent corruption.

Our Company does not tolerate any form of corruption, either active or passive, direct or indirect, with regard to Public Officials or actors of the private sector, even if constrictions or unlawful pressure has been exerted by a Public Official in order to receive money or other benefits.

Our Company strictly prohibits its Employees to have recourse to third parties to do something that the Code of Conduct or the law prevent from doing themselves.

Our Company abides by all international regulations pertaining to the fight against corruption.

- **International conventions** such as the OECD Convention on Combating Bribery of Foreign Officials in International Business Transactions or the Convention against Corruption of the United Nations;
- **Anti-corruption laws** in force in the countries where the Company conducts its activities;
- **Laws with extra-territorial effect** such as the French Sapin II law, the US Foreign Corrupt Practices Act (FCPA), or the UK Bribery Act, which allow countries' authorities to sanction acts of corruption committed beyond their borders. Persons who breach these rules can be subject to simultaneous prosecutions in several countries for the same offence.

According to Sapin II French law, the effectiveness of our Company Compliance Programme to detect and prevent corruption may be controlled by the *Agence Française Anti-corruption* (AFA) and the default of prevention of corruption may be sanctioned.



1.2. Objectives

Zero tolerance for corruption is designed to protect our Company and its employees.

To that end, our Company's commitment implies that every employee adopts an exemplary behaviour in compliance with the principles described in the present Code, and applies these principles in the conduct of their daily activities.

The Code should serve as a reference to assist the Company's employees to identify situations involving a risk of corruption or influence peddling in their day-to-day activities and to act appropriately when faced with such situations.

The Code cannot be exhaustive and cannot tackle all the ethical issues or infringement to probity which may appear. In case of doubt, employees shall consult their hierarchy and/or the Ethics and Compliance Department or the concerned Subsidiary's Compliance Officer (both hereafter referred to as "Ethics & Compliance").

It belongs to each employee to acquaint oneself with the Code, to apply it and to refer to it regularly. Self-responsibility and common sense shall always prevail in our decisions.

Employees shall refer to the operational details and abide to processes as detailed into the Preventing Corruption procedure or to the Subsidiary's transposed Procedure (both hereafter referred to as "the Procedure").

The Code will be updated regularly, in particular further to a significant upgrading of the corruption risk map, reorganization or restructuring of ArianeGroup.

1.3. Scope

The Code of Conduct is applicable to all ArianeGroup employees as well as external or occasional collaborators.

It applies without exception to ArianeGroup Holding and its Subsidiaries for all their activities. Any reference to ArianeGroup or the Company in the Code refers to ArianeGroup Holding and its Subsidiaries (a Subsidiary being defined as any entity in which ArianeGroup Holding directly or indirectly holds more than 50% of the shares or voting rights).

All entities of ArianeGroup are required to apply the Code everywhere they do business, included abroad, without prejudice to application of more demanding anticorruption laws.

2. DESCRIPTION / ILLUSTRATION OF RISK SITUATIONS

2.1. Gifts, Invitations and Sponsored travels

Gifts, Invitations and Sponsored travels (collectively referred to as “**Advantages**”).

- **Gifts** include any payment, gratuity, gratification or advantage (pecuniary or else) that is proposed, given or received.
- **Invitations** include any form of civility, meals, entertainment, invitations to sports or cultural events, conferences and professional trade shows, site visits or demonstrations, offered or received.
- **Sponsored travels** include any payment for travel or hospitality that is proposed, given or received.

Reasonable Advantages may be granted to or received from a Third Party in order to maintain sound and cordial business relations.

But offering or receiving Advantages, if done with the intention of obtaining an undue favour may be qualified as corruption.

These Advantages must never influence, or appear to influence professional decisions.

Under certain circumstances and in certain countries, exchanges of Advantages with Public Officials may be outlawed. In case of doubt, employees shall refer to Ethics & Compliance to check the local rules.

PROHIBITED ADVANTAGES

The following non exhaustive list of Advantages are prohibited by their nature and under all circumstances:

- Facilitation payments

- Payments in cash or equivalent (vouchers, certificates, pre-paid cards)

- Personal loans or services

- Training and educational courses

- Advantages solicited by or for employees

- Advantages sent to or received at the beneficiary's place of residence

- Invitations to indecent events that are contrary to our Ethics Charter or that could harm the Company's reputation

- Sponsored travel on weekends or including members of the beneficiary's family

- Gifts and Invitations exceeding the defined thresholds and sponsored travel, when offered or proposed by a supplier or a subcontractor

- Advantage exceeding the defined thresholds without due authorization

AUTHORIZED ADVANTAGES

Giving or receiving Advantages is authorized, if the following five conditions are fulfilled:

- 1 - They comply with the law, regulations, internal directives of the beneficiary's organization or its ethics charter, the ArianeGroup's Code and the Procedure.

- 2 - They serve a professional purpose related to the building of sound business relations, the promotion or demonstration of Company's products and services, or the development of industrial and commercial activities.

- 3 - They are socially acceptable, this is to say of a reasonable value with regard to local practices, the market price and the social standing of the beneficiaries, occasional or exceptional, symbolic and without any negative impacts on Company's reputation.

- 4 - They are not perceived as a means of influencing a decision, winning a contract or gaining individual benefits for oneself or others, and do not create the impression of a Conflict of interest or of reducing the impartiality of the beneficiary.

- 5 - They are exchanged in a transparent manner and registered.



REFER TO THE THRESHOLDS INTO THE PROCEDURE

EXAMPLE
1

"I am part of the Company quality department and receive an invitation for a famous car race from a supplier that I regularly audit. The supplier proposes to cover all costs related to the event (transportation, meal, entertainment, etc.)."


WHAT ARE THE RISKS FOR OUR COMPANY?

Such an invitation can influence or appear to influence your professional decisions since:


- it is not business related,
- the amount is exceeding the defined thresholds by far,
- it may bias your judgment or independency in your mission of auditing the supplier.


WHAT YOU SHOULD DO

Refuse such an invitation and inform your hierarchy and Ethics & Compliance.


EXAMPLE
2

"For the New Year, I plan to send to my Customer's focal point, a box of chocolates or a bottle of wine."


WHAT YOU SHOULD DO

Be transparent: register the advantage and seek approval if the value exceeds the thresholds.

Be reminded that providing Advantages to a Public Official, even of a low value, may be outlawed. In case of doubt, you shall refer to Ethics & Compliance to check the local rules.


WHAT YOU SHOULD KEEP IN MIND

- Giving or receiving Advantages is authorized, if all the here-above five conditions are fulfilled.
- Periods during which calls for tender take place and contracts are negotiated or awarded are excluded for gift receiving and giving,
- In any case, be transparent: discuss with your colleagues and your manager, register any Advantage received or given,
- In case of doubt, contact Ethics & Compliance.

**EXAMPLE
3**

"A supplier offers to carry out work in my house. In exchange, I only have to disclose information related to a call for tender for facility management activities in which the supplier participates."

**WHAT ARE THE RISKS FOR OUR COMPANY?**

- Receiving a personal advantage in exchange of confidential information is an offence of corruption which may trigger individual and company criminal liability.
- Disclosing privileged information endangers the company's reputation and may put the company's business interests at risk.
- Disregarding the company's commitment to fair competition.

**WHAT YOU SHOULD DO**

If a third party asks you to put yourself in such a situation, contact Ethics & Compliance immediately.

**WHAT YOU SHOULD KEEP IN MIND**

- Never accept a prohibited advantage.
- Internal processes guarantee the respect of ArianeGroup's commitments.
- Access to confidential information is only possible on a need-to-know basis and can only be disclosed to authorized people.

As part of its industrial and commercial operations, our Company may sponsor events, initiatives or organizations. Membership and participation to professional associations or work groups are also essential to defending our Company's interests and establishing its position on the market and in relation with its stakeholders.



PROHIBITED

CHARITABLE CONTRIBUTIONS, SPONSORSHIPS AND OTHER INITIATIVES

- To political parties, religious organizations or any organizations with religious, political or ideological content or objectives,
- that create personal advantages for the beneficiary,
- in which the Company's employees have a direct or indirect interest,
- that result in a Conflict of interest with a Third Party in a project,
- that include funding, in part or in full, in cash, on private or numbered accounts, or accounts in tax havens,
- that are not transparently booked in Company's financial accounts,
- that can create the impression of influencing the award of a contract or is an undue advantage, or represent a risk of corruption
- that do not comply with local and national law, our Ethics Charter and Procedure,
- whose beneficiary stands for values and which objectives are contrary to our Ethics Charter, and represents a risk to the Company's reputation,
- Charitable contribution or sponsorship offered by or solicited from Third Parties to the benefit of the Company.



AUTHORIZED

- Charitable contributions, sponsorships and other initiatives are authorized when duly validated by Ethics & Compliance;
- contributions in money or in kind dedicated to charitable organizations, social welfare, health, non-profit, education, science, environment etc., in line with the Company's communication strategy;
- charitable contributions, sponsorships and other initiatives dedicated to business purposes, conference/education, and science, environment, arts and culture, sports, etc., in line with the Company's communication strategy;
- membership is authorized if it follows conditions such as:
 - ✓ Contracted on an annual basis,
 - ✓ justified by the contribution to the interest of the Company with the exception of any private or personal interest,
 - ✓ framed by the appointed Company's representatives who give feedback on the information, services or documents received and circulate them internally.

EXAMPLE

"I am leading a Programme with a foreign country's national space agency. In this context, a Public Official invites me to consider developing our Company's footprint in the country by sponsoring a local charity foundation."



WHAT ARE THE RISKS FOR OUR COMPANY?

Conducting such operation during the capturing of a Programme may be regarded as a way to influence the decision process and provide an undue advantage to our Company.
Despite a noble cause, the beneficiary may unsuspectingly misconduct or make use of corrupt practices which would impact our Company's reputation.
The foundation could be fictitious and the funds allocated embezzled to other purpose.



WHAT YOU SHOULD DO

- Answer that you have to revert to your Company to study the opportunity.
- Contact Ethics & Compliance which will perform further analysis and necessary due diligence on
 - (i) the foundation's reputation,
 - (ii) the reality of the charitable actions conducted by the considered organization,
 - (iii) the identity of the ultimate beneficial owner, and
 - (iv) check in particular if there is any link with the customer triggering any conflict of interest, potential kick-back, or influence the decision-maker of the Programme in competition.



WHAT YOU SHOULD KEEP IN MIND

- Even if in line with communication strategy any charitable contributions, sponsorships or other initiatives shall be validated by Ethics & Compliance who ensures that these contributions are not a means for corruption.
- Any contribution (in money or in kind) linked to a Programme during an on-going tender phase is forbidden.
- All charitable contributions, sponsorships and other initiatives shall be transparent, documented and subject to a contractual agreement.

2.3. Facilitation payment

**PROHIBITED**

ANY KIND OF FACILITATION PAYMENT

EXAMPLE

"My customer in Asia wants to set up a meeting in a very short advance notice and I urgently need a visa. The embassy employee informs me that obtaining the visa will take a very long time and offers to speed up the process in exchange for the sum of 35€."

**WHAT YOU SHOULD DO**

- Firstly, consider requiring confirmation that the payment requested for this transaction is in accordance with the local regulation (which may not always be the case even if a receipt is provided).
- Secondly, request an invoice or a receipt from the embassy for the money paid. In case of refusal, politely inform them that you are unable to make the payment because you will never be reimbursed by your Company without a valid receipt.
- Explain the embassy employee that your Company refuses this type of arrangement, regardless of the amount requested, and that you will inform your manager of the risk of delay.
- Immediately revert to Ethics & Compliance, which will take action.

**WHAT YOU SHOULD KEEP IN MIND**

- Our Company prohibits any form of facilitation payment, regardless of the value of the payment and local customs.
- Except if your safety or health is at imminent risk, you shall never accept to pay.

24. Influence peddling

**PROHIBITED****ANY FORM OF INFLUENCE PEDDLING****Illustration of some acts of influence peddling**

- Inviting/offering a holiday trip or a present of value to a close friend of a Public Official with the intention that the latter will use his influence towards a public authority or an administration to obtain a decision favourable to your interests.
- Granting an internship or an employment contract to a relative of a Public Official to obtain in exchange a favourable decision from a public authority or an administration.
- Accepting a public honorary decoration, in exchange for a service provided to a Public Official.

EXAMPLE

"I am inviting the Mayor of a city where ArianeGroup is established, to a launch in Kourou. I hope it will help obtaining a favourable vote from the city council for a site expansion."

**WHAT ARE THE RISKS FOR OUR COMPANY?**

To be prosecuted for influence peddling.

**WHAT YOU SHOULD DO**

- Be vigilant when offering advantages to a Public official.
- Never offer an advantage with the intention to obtain a favourable decision.
- Seek Ethics & Compliance approval when offering a valuable advantage to a Public Official.

**WHAT YOU SHOULD KEEP IN MIND**

- Never agree to offer an advantage to another person, in order to induce them to abuse their influence to obtain any favourable decision from a public authority or administration.
- Influence peddling committed by foreign Public officials is an offence according to French criminal law.
- An individual and company can equally be held liable when the undue advantage is promised or given by a third party.

2.5. Use of Business Partners

 **PROHIBITED**

- Committing to a Business Partner either orally or in writing or entering into a contractual relationship with a Business Partner before it has been fully validated as per the Business Partner engagement process detailed into the Procedure.
- Request or accept services from the Business Partner before the signature of the Business Partner Agreement.

 **AUTHORIZED**

- Meeting the identified Business Partner at their premises,
- Testing its capacity (structure, organization, resources, contacts, background, commercial references, etc.),
- Presenting and handing over our Ethics Charter, to which they shall adhere,
- Explaining the Business Partner engagement process,
- Liaising with Ethics & Compliance in order to proceed with the validation of the Business Partner, and the set-up of a Business Partner Agreement.

EXAMPLE

"ArianeGroup regularly receives information from a former Business Partner whose agreement has not been renewed since several years."

**WHAT ARE THE RISKS FOR OUR COMPANY?**

- Without a clear contractual framework, the Business Partner may consider that he is authorized to work for our Company based upon an informal agreement, or may present himself as representing our Company, while it has not been validated as per the Procedure.
- The Company may be considered liable for compensating the work done, or for any misconduct performed on its behalf.

**WHAT YOU SHOULD DO**

- Refuse unsolicited information and clarify the situation:
- If you do not intend to engage the Business Partner, immediately put an end to any exchange.
- As soon as you have identified a Business Partner able to support your business development activities, initiate without delay the Ethics & Compliance Due Diligence and validation process before its engagement according to the Procedure through a signed Business Partner Agreement.

**WHAT YOU SHOULD KEEP IN MIND**

- Due to their close relationship with customers and decision-makers, Business Partners are highly exposed to the risk of corruption.
- Special care shall be brought to their selection, validation, recruitment, and management.
- You must follow the Procedure as well as instructions from the Ethics & Compliance.

2.6. Other risks linked to Third Parties

Our Company may be exposed to the risk of corruption when dealing with any Third Parties and in any circumstances, for instance:

- When taking participations into a company, defaulting governance of the co-owner or misconduct of the subsidiary may impact our Company's reputation;
- When building a consortium to answer an international competition, the associated Third Parties (prime or co-contractor or subcontractor) may expose the Company in case of corrupt practices.

EXAMPLE 1

"In the framework of an international tender, 20% of the Programme workshare shall be subcontracted locally. Our Company entered into discussions with a local sub-contractor which may be selected to be part of the Company's consortium. Months later, while no contract has been signed yet with the local sub-contractor, the latter claims the payment of a remuneration for marketing activities performed to promote our Company's offer to the customer."



WHAT ARE THE RISKS FOR OUR COMPANY?

- Uncontrolled customer relationship through any Third Party pretending to act on behalf of our Company may endanger its reputation.
- Our Company may be considered liable for any improper act performed on its behalf.



WHAT YOU SHOULD DO

- Refuse to pay any compensation for a non-authorized initiative.
- Define in writing the respective workshares, roles, and obligations of the parties.
- Contact Ethics & Compliance, which will perform a Due Diligence, to know the subcontractor.
- Reconsider its participation to the consortium if need be.

EXAMPLE
2

"ArianeGroup is negotiating a commercial contract for a space surveillance system. The customer imposes a local supplier for the construction of the building hosting the system."



WHAT ARE THE RISKS FOR OUR COMPANY?

Considering the supplier is a "preferred supplier" to the customer, the Company may be put at risk

- 1) if the latter fails to complete the workshare while not having the full technical capacity,
- 2) in case of misconduct, or kick-back to the customer,
- 3) if the customer's management is involved into the supplier's shareholding structure or family linked, etc.



WHAT YOU SHOULD DO

- Contact Ethics & Compliance which will perform a Due Diligence on the supplier.
- Depending on the Due Diligence result, the Company may decide to launch a competition with other local companies.
- If for some reasons, no competition can be launched, the supplier must be validated through ArianeGroup's Procurement Deviation Process which includes Ethics & Compliance's validation (or through the entity's transposed Process).
- If the supplier does not fulfil quality or ethical criteria, it will be rejected. Inform the customer that our Company cannot work with this supplier.



WHAT YOU SHOULD KEEP IN MIND

- Corruption risks are directly correlated to proximity with the decision-makers. Therefore the relationship with our customers must be closely monitored.
- Know your Third Party.
- You should present our Ethics Charter at the first discussion with any potential Third Party in order to share our Company' standards and expectations on the way they must conduct their business activities.

2.7. Conflicts of interest

**PROHIBITED**

Any kind of situations when one cannot remain impartial in the decision making in the exercise of one's function infringe the principle of loyalty or prejudice the Company's interest.

The potential conflicts of interest may have different origins, such as:

- **Relations with relatives:** when an employee, in the exercise of his function, is in contact with a member of his family, a friend or an acquaintance who is an employee of, or works for a customer, a Third Party or a competitor of the Company, and can influence professional decisions.
- **Relations within the Company:** when an employee is involved in a process to hire, assess, discipline, compensate or promote an employee working under his hierarchy, who is a member of his family, or with whom he has a close personal relationship.
- **Additional employment or income:** when an employee is involved or seeks to become involved, as an employee, shareholder, consultant or representative of a company which is a Company's customer, a supplier or a competitor.
- **Governance:** when an employee participates in the governance of a company or non-profit organization that is a customer, partner or competitor of our Company.
- **Financial interests:** when an employee or members of his family, close relatives or friends hold a substantial financial interest or a substantial stake (5% for public companies and 20% for private companies) in a company that is a customer, a supplier, a partner or a competitor of our Company.

**AUTHORIZED**

Any action, decision or contribution to a decision preserving the interests of our Company and in which none of the involved parties sees itself granting a particular advantage, favouritism or an undue advantage.



EXAMPLES 1

a/ "In my mission as Supplier Business Manager, I am currently selecting suppliers to participate in a request for proposals. Concurrently, I discover on social network that my husband's cousin works for one of the short-listed suppliers."

b/ "I am a Bid manager leading the consortium preparing a joint proposal for a Programme to the Navy. The company I was previously working for is one of our Company's subcontractor candidates of the Programme and my former colleague, is now part of the bid team. We are good friends and we often discuss about the Programme when we meet each other after work."

WHAT ARE THE RISKS FOR OUR COMPANY?

If your position and mission in the Company call you to make decisions in relation with a supplier and may create the appearance of a conflict of interest, this needs to be disclosed and assessed to conclude if it is a real conflict of interest.

You must not:

- stay passive facing this situation,
- keep this situation secret and take part in the selection decision,
- communicate with your relative/friend or favour in any way, his/her company.

WHAT YOU SHOULD DO

- Inform your manager and disclose the conflict of interest to Ethics & Compliance. They will decide jointly if you should be relieved from this Programme, or consider other measures.

EXAMPLE 2

"I consider investing in a company which is a supplier of our Company."

WHAT ARE THE RISKS FOR OUR COMPANY?

If your position and mission in the Company call you to make decisions in relation with this supplier, this will de facto generate a conflict of interest.

WHAT YOU SHOULD DO

Discuss with your management and Ethics & Compliance before undertaking such financial operation.

WHAT YOU SHOULD KEEP IN MIND

- Even if the situation may appear temporary, any conflict of interest must be disclosed by the person involved to Ethics & Compliance.
- You must pay special attention to situations where your personal interest may jeopardize impartiality and neutrality of your professional decisions.

EXAMPLE

3

I am HRBP and have received an application letter and a resume for an internship bearing a handwritten annotation: "He is the son of our customer at the ministry, please study with particular attention."



WHAT ARE THE RISKS FOR OUR COMPANY?

If there is an on-going consultation, negotiation or awarding of a contract with the ministry, the hiring decision may trigger a conflict of interest.



WHAT YOU SHOULD DO

Contact Ethics & Compliance which will analyse the context to make sure that there is no evidence of a real Conflict of interest.



WHAT YOU SHOULD KEEP IN MIND

- Hiring a family member or friend of a Public Official is not necessarily a violation of the law but a hiring decision intended to reward or induce a Public Official to award a contract or any other advantage can be an offence and may be subject to legal prosecution and potential penalties.
- Any application for internship or job position must follow the applicable HR process.
- Application for internship or job position from a Public Official, their family member or friend, shall always be validated by Ethics & Compliance.

2.8. Lobbying


PROHIBITED

- Giving presents, gifts or advantages of significant value to a Public Official in order to obtain a favour.

- Paying a Public Official to participate to a conference as a guest speaker.

- Trying to obtain information by fraudulent means.

- Selling information or documents obtained from a Public Official.


AUTHORIZED

- Any lobbying activity managed by the Company in accordance with the Code and the Procedure.

- Any lobbying activities sub-contracted to a Third Party duly validated, engaged and managed as per the Procedure applicable to Business Partners respecting:
 - ✓ all legal and regulatory obligations (including registration in dedicated public lobbyist register) in force in the country of operation,
 - ✓ the lobbyists' codes of ethics published by their professional associations,
 - ✓ the ethical rules pertaining to the acquisition and use of information as well as to conflicts of interest.

**WHAT YOU SHOULD KEEP IN MIND**

- Liaise with ArianeGroup Public Affairs or your entity's institutional relations if lobbying activities performed by the Company in France should be registered into the register of the *Haute Autorité pour la Transparence de la Vie Publique* (HATVP) in accordance with French law.
- The use of Lobbyists is prohibited in some countries. Check with Ethics & Compliance the possibility of such support.

2.9. Accounting

**PROHIBITED****MANIPULATING ACCOUNTS TO CONCEAL
FRAUD OR CORRUPT PRACTICES****EXAMPLE**

"An ArianeGroup manager asks a close friend from the accounting department to book a supplier's invoices even though they exceed the amount stipulated in the contract. The manager explains that it covers a certifying training to which the supplier has personally invited him."

**WHAT ARE THE RISKS FOR OUR COMPANY?**

- Booking fake invoices exposes not only the employee to criminal charges but also endangers the company's reputation.
- Accepting a personal advantage (training) in consideration of the acceptance of a fake invoice qualifies as a corrupt practice.
- Our Company may be considered liable for any improper act performed on its behalf by one of its employees.

**WHAT YOU SHOULD DO**

In such a situation, contact Ethics & Compliance immediately

**WHAT YOU SHOULD KEEP IN MIND**

Manipulating accounts, including concealing unlawful activities is considered an offence and may be subject to legal prosecution and potential penalties for the Company and involved individuals.

3. ALERT REPORTING / WHISTLEBLOWING

The Company intends to promote a culture of ethics, transparency, trust and mutual respect. It is essential that everyone in the Company be able to express oneself freely and to give notice in good faith of misconducts, breaches of the law or regulations, dysfunctions and breaches to the present Code, without any risk of being exposed to pressure or sanctions.

No employee can be punished for reporting in good faith, with proof, and without direct compensation any misconducts or behaviours in breach of the Code he/she is made aware of.

“Good faith” means submitting a concern without malice and without consideration of personal benefit, and with evidence or plausible reason to believe it.

Any employee is encouraged to express oneself freely and report a situation or behaviour that conflicts with the Code.

The company's whistleblower system is available to collect alerts related to such situations. It grants a protection to the whistleblower, the facilitator, and those linked to the whistleblower.

The reporter can submit his/her alert by using the dedicated website:
<https://ag.1signal.net>.

4. SANCTIONS IN CASE OF VIOLATION

All employees or executive managers acting in breach of this Code are subject to internal disciplinary sanctions which may go up to termination of their contract of employment (as set out in the Internal Rules in France or for other entities as per local laws), without prejudice to the faculty of informing the police or the regional or national public prosecutor of facts likely to constitute an offense in the eyes of the law.

5. GLOSSARY

BUSINESS PARTNER

Generic term referring to any Third Party such as a consultant, service provider, off-set provider, distributor, value added reseller, broker or lobbyist, or any other intermediary that can directly establish relations with a Customer.

CONFLICT OF INTEREST

Whenever personal or professional interest interferes or appears to interfere, with the capacity to fulfil one's function in the Company's best interests, impartially and without any ulterior motives.

CORRUPTION

Defined as the act of promising or offering, soliciting or receiving directly or indirectly, any undue advantage, monetary or otherwise, to or from a third party (public or private) in order to obtain or retain business or secure some other improper advantage.

- **Active corruption** is the act to pay or promise to pay a bribe or something of value to obtain from someone to carry out or abstain from carrying out an act related to one's professional duties.
- **Passive corruption** is the act to solicit or receive a bribe or something of value to carry out or abstain from carrying out an act related to one's professional duties.

DUE DILIGENCE

All the verifications made before a transaction in order to gain a precise idea of the situation of a Third Party and of stakeholders with which ArianeGroup envisages business dealings. In more general terms, due diligence is the degree of judgment, care, caution, firmness and action that is required in transactions with a Third Party.

LOBBYING

Consists to the promotion of the Company's values, activities and services and defending the Company's interests by offering objective information to Public Officials, opinion leaders and/or community leaders in the technical, economic and social domains.

PUBLIC OFFICIAL

Include but are not limited to:

- any elected or appointed government official or representative (e.g. a member of a ministry of transportation or defence) or a member of a ruling family;
- an employee, official, contractor, Consultant or representative of a government or any department, agency or instrumentality (e.g. parastatal or state-owned enterprises);
- any employee or person acting for or on behalf of a public official, government agency, or any enterprise that performs a governmental function (e.g. a licensing official or a tax agent);
- any political party, officer, employee or representative of a political party or candidate for public office;
- a person in the service of a government, including members of the military, coast guard, space agency, police, or civil service;
- an employee or person acting for or on behalf of a public international organisation, (e.g. United Nations, International Monetary Fund, World Bank, etc.);
- family members and close relatives of any of the above (e.g. a parent, spouse, child, brother or sister, including any of these through marriage).

THIRD PARTY

A legal entity having business relations with ArianeGroup such as supplier, customer, co-contractor, subcontractor

GLOSSARY



CORRUPTION OR CORRUPT PRACTICES INCLUDE:

BRIBE

Any advantage, cash payment, gift, loan, sponsored travels, employment offer, charitable contributions, undeclared contributions to political parties, fake invoices, etc. given in exchange of an undue decision.

FACILITATION PAYMENTS

Unofficial payments of small amounts made to low-ranking public agents with a view to obtaining or accelerating the execution of routine administrative formalities. This may be regarded as corruption.

INFLUENCE PEDDLING

A form of corruption and occurs when a person promises, offers or gives – directly or indirectly – to a Public Official, money or anything of value, so that the latter will abuse his real or supposed influence in order to obtain from a public authority or administration, a distinction, employment, contract, confidential information or other favourable decision or advantage. It involves three actors: the bribe giver (who grants an undue advantage), a public official (who uses his/her position or influence) and a public authority or administration (which takes the public decision favourable to the bribe giver).

NON-MONETARY ADVANTAGES SUCH AS:

- unmerited internship
- VIP ticket to sporting or culture events included in an all-inclusive package

UNDUE PAYMENT

Made to a Public Official or to an employee of the other contracting party, his/her relatives, friends or partners, which can be made through several channels, such as:

- kicking back a portion of a contract payment,
- unjustified remunerations paid to intermediaries such as a Business Partner or a Third Parties which may be used to corrupt,
- overpricing a work package or a service delivered to a prime contractor in order to feed a slush fund.



#spaceenablers

www.ariane.group



ARIANEGROUP

HEADQUARTERS:
51-61 ROUTE DE VERNEUIL
78131 LES MUREAUX - FRANCE

CONTACT INFORMATION

Ethics and Compliance department
Phone: +33 (0)1 39 06 12 34
ethics@ariane.group

RAISING AN ALERT:

<https://ag.1signal.net>